

**EXHIBIT 18**

**REDACTED VERSION  
OF DOCUMENT  
SOUGHT TO BE SEALED**

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

Case No. 3:17-cv-00939-WHA

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WAYMO LLC,	)
	)
Plaintiff,	)
	)
v.	)
	)
UBER TECHNOLOGIES, INC.;	)
OTTOMOTTO LLC;	)
OTTO TRUCKING,	)
	)
Defendants.	)

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HIGHLY CONFIDENTIAL, ATTORNEYS' EYES ONLY

VIDEOTAPED DEPOSITION OF

ANGELA PADILLA

VOLUME II

DATE TAKEN: DECEMBER 22, 2017

REPORTED BY:

PAUL J. FREDERICKSON, CCR, CSR

JOB NO. 2780796

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1 relation to Waymo? 10:49:43

2 A. I -- I don't know. I wasn't there 10:49:45

3 when they had the communication. 10:49:47

4 Q. The -- so as of June 22, 2017, the 10:49:52

5 internal directive was no longer to limit the 10:50:13

6 distribution of the Jacobs letter in the manner 10:50:21

7 that compliance had told you to do when it 10:50:29

8 first came in? 10:50:32

9 MR. GONZALEZ: Object to form. 10:50:33

10 A. No. You're misstating what 10:50:34

11 I -- what I testified to. No. The direction 10:50:36

12 was to share the letter with the government and 10:50:39

13 no further -- and no further with inside the 10:50:44

14 company. 10:50:48

15 Q. Okay. 10:50:49

16 Except for the public relations 10:50:50

17 people? 10:50:52

18 A. Except for [REDACTED] and [REDACTED] and the 10:50:52

19 reason for that was because, as part of his 10:50:55

20 extortion, Mr. Jacobs was telling us that he 10:50:59

21 was going to be going to The New York Times and 10:51:02

22 the Wall Street Journal the next day. And so 10:51:04

23 in case that actually did happen, it would be 10:51:07

24 good for [REDACTED] and [REDACTED] to be aware of it. 10:51:10

25 Q. Did you tell them not to share the 10:51:13

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1 May 5, 2017 letter with anyone within the 10:51:19  
2 company? 10:51:23

3 A. Yes, and they were scrupulous 10:51:24  
4 about that. 10:51:25

5 Q. You don't say that in your email 10:51:27  
6 here. 10:51:28

7 A. No. We had -- we had several 10:51:28  
8 phone calls. This afternoon, we convened 10:51:31  
9 conference calls with them, special matters 10:51:33  
10 committee, myself, Theodora Lee, Patrick 10:51:36  
11 Robbins to discuss it. 10:51:40

12 Q. Did [REDACTED] -- or [REDACTED] 10:51:42  
13 or [REDACTED] have communications with the 10:51:50  
14 press regarding the letter at this time? 10:51:53

15 A. No. 10:51:55

16 Q. The -- do you have any written 10:51:56  
17 correspondence with [REDACTED] and 10:52:04  
18 [REDACTED] regarding the fact that they 10:52:10  
19 should not have passed along -- that they 10:52:13  
20 should not pass along the May 5, 2017 letter 10:52:16  
21 when they got it? 10:52:19

22 A. I'm -- I don't think I said it in 10:52:20  
23 writing, but I know that we said it in this 10:52:22  
24 call. 10:52:25

25 Q. In which call? 10:52:27

1                   And so when -- and we spoke to                   11:49:25  
2           them each briefly. And I know we asked Mat,           11:49:27  
3           Nick -- who were the other guys? -- Ed, in --           11:49:30  
4           in that -- in those conversations about what           11:49:35  
5           had happened with the employment relationship           11:49:37  
6           and was he demoted and what was the perf and           11:49:39  
7           why -- why did the perf scores go down.           11:49:42  
8           Because we were looking at his employment           11:49:44  
9           performance scores very deeply, Ric's           11:49:46  
10          performance scores. In that context we said,           11:49:49  
11          "And, hey..." -- and we asked if there was any           11:49:51  
12          truth to the allegation that Craig had done           11:49:52  
13          this mistreating with attorney-client. They           11:49:53  
14          all said no.           11:49:57  
15                   But the -- the one thing that they           11:49:59  
16          did say and what -- what is true is that [REDACTED]           11:50:00  
17          [REDACTED], who is our former head of           11:50:05  
18          communications and policy, who was the           11:50:07  
19          predecessor to [REDACTED], [REDACTED] brought           11:50:09  
20          with her to the company a convention that was           11:50:12  
21          really -- was the first time I had ever seen           11:50:15  
22          it, and it -- and it has been used very, very           11:50:18  
23          widely, and it had added to the confusion about           11:50:20  
24          what is privileged and what's not. And the           11:50:22  
25          convention that she brought is in memos or           11:50:25

1 emails, you add a lawyer and you mark it 11:50:29

2 "Attorney-Client Privileged" and at the very 11:50:33

3 end you say, you know, "Any legal advice, 11:50:35

4 David?" You know, "Any legal advice, Arturo?" 11:50:38

5 And she said that she had learned 11:50:43

6 that at Google, which is where she came from. 11:50:45

7 And so all of our Googlers -- we 11:50:48

8 call them "Googlers" -- all of our Googlers 11:50:50

9 brought that convention and used it. And the 11:50:53

10 first time I saw it I actually thought the 11:50:54

11 question at the end was a -- was an actual 11:50:56

12 question for me, and I foolishly answered it, 11:50:58

13 which was kind of embarrassing. And then I was 11:51:01

14 told by either [REDACTED] or [REDACTED] or someone on 11:51:03

15 their team, or [REDACTED], who had worked 11:51:05

16 at Google, she -- they said, "They're not 11:51:09

17 actually asking you a question, Angela. 11:51:11

18 They're not asking your legal advice. They're 11:51:12

19 just putting it there because they think it 11:51:14

20 makes it privileged." 11:51:18

21 So here we go. It's how we have a 11:51:19

22 lot of mix-ups about the privilege in the 11:51:22

23 company. Trying to sort it out. Despite lots 11:51:25

24 of training to the contrary. 11:51:29

25 MR. PERLSON: Move to strike the 11:51:29

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1 whole conversation of Whetstone as 11:51:30  
2 nonresponsive. 11:51:33

3 BY MR. PERLSON: 11:51:38

4 Q. The -- so do you -- would you 11:51:38  
5 agree that it is improper to merely add someone 11:51:40  
6 as a lawyer to something, a document or an 11:51:45  
7 email, just to make it privileged when it 11:51:53  
8 isn't? 11:51:58

9 A. Look, how the -- how the 11:51:59  
10 attorney-client privilege works, and I used to 11:52:01  
11 teach this at VMware and in my law firm, so I'm 11:52:02  
12 very, very familiar with it, is it's not 11:52:06  
13 whether you mark it "attorney-client 11:52:09  
14 privileged" or not and it's not whether you add 11:52:11  
15 a lawyer to the cc or the to/from line. What 11:52:14  
16 it is, it's -- it's the fundamental nature of 11:52:20  
17 the communication. And it has to be the 11:52:23  
18 elements: Confidential communication to or 11:52:24  
19 from the attorney with the client for the 11:52:28  
20 purpose of obtaining legal advice. That's it. 11:52:32  
21 Those are the elements of attorney-client 11:52:36  
22 privilege. 11:52:38

23 So, for example, you could -- you 11:52:39  
24 could create an attorney-client privileged 11:52:41  
25 document that is privileged and forget to mark 11:52:43

1 it "attorney-client privileged." No matter. 11:52:44

2 It's still privileged. 11:52:47

3 Similarly, you could create a 11:52:50

4 nonprivileged document and mistakenly mark it 11:52:52

5 "privileged." That does not convert it into a 11:52:57

6 privileged document. 11:52:59

7 So my own view is adding a lawyer 11:53:03

8 does nothing. Adding -- you know, as [REDACTED] 11:53:08

9 [REDACTED] and all the Googlers taught their 11:53:11

10 teams to do, saying at the end, "Hey, lawyer. 11:53:14

11 Any advice?" Like, none of these things are 11:53:16

12 valuable. 11:53:20

13 What -- all that matters is the 11:53:20

14 substance of the communication. And then when 11:53:22

15 we do litigation, because there are so many 11:53:24

16 mix-ups in corporate America about this topic, 11:53:26

17 outside counsel of course does an independent 11:53:30

18 review of each document and independently 11:53:33

19 assesses whether each document is 11:53:37

20 attorney-client privileged or not. 11:53:40

21 I mean, you guys do that, MoFo 11:53:41

22 does it, every outside lawyer does it. Because 11:53:43

23 if you relied on what the client said was 11:53:45

24 privileged or not privileged, it would be -- it 11:53:47

25 would be a car crash. 11:53:49



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[illegible]

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[illegible]

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[illegible]

C E R T I F I C A T E

I, PAUL J. FREDERICKSON, CA  
Certified Shorthand Reporter No. 13164 and  
WA Certified Court Reporter No. 2419, do  
hereby certify:

That prior to being examined,  
the witness named in the foregoing  
deposition was by me duly sworn or affirmed  
to testify to the truth, the whole truth and  
nothing but the truth;

That said deposition was taken  
down by me in shorthand at the time and  
place therein named, and thereafter reduced  
to print by means of computer-aided  
transcription; and the same is a true,  
correct and complete transcript of said  
proceedings.

I further certify that I am not  
interested in the outcome of the action.

Witness my hand this 26th day  
of December 2017.



PAUL J. FREDERICKSON, CCR, CSR

WA CCR 2419 CA CSR 13164

Expiration date: March 31, 2018